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\*\*E-filed 3/6/06\*\*

6 Attorneys for Defendants  
7 RODERICK SUTTON, DESMOND CHIONG, FERRIER  
8 HODGSON, MOULIN GLOBAL EYECARE HOLDINGS  
LIMITED, AMPLE FAITH INVESTMENTS LIMITED,  
OFFER HIGH INVESTMENTS LIMITED

9 UNITED STATES DISTRICT COURT  
10 NORTHERN DISTRICT OF CALIFORNIA  
11 SAN JOSE DIVISION  
12

13 ANTHONY P. DiCHIARA,

Case No. 06-0670 JF

14 Plaintiff,

15 v.

**STIPULATION AND ~~[PROPOSED]~~  
ORDER RE STAY OF  
PROCEEDINGS AND  
EXTENSIONS OF TIME FOR  
FILING MOTION TO REMAND  
AND RESPONSIVE PLEADINGS**

16 RODERICK SUTTON, DESMOND CHIONG,  
17 FERRIER HODGSON, MOULIN GLOBAL  
EYECARE HOLDINGS LIMITED  
18 (SUCCESSOR TO MOULIN  
INTERNATIONAL HOLDINGS LIMITED),  
19 AMPLE FAITH INVESTMENTS LIMITED,  
20 OFFER HIGH INVESTMENTS LIMITED,  
ECCA HOLDINGS CORPORATION and DOES  
ONE through TEN inclusive,

21 Defendants.  
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23 Pursuant to Rule 7-12 of the Local Rules for the United States District Court for the  
24 Northern District of California, Defendants Roderick Sutton ("Sutton"), Desmond Chiong  
25 ("Chiong"), Ferrier Hodgson Limited (sued herein as "Ferrier Hodgson"), Moulin Global Eyecare  
26 Holdings Limited (successor to Moulin International Holdings Limited), Ample Faith  
27 Investments Limited, and Offer High Investments Limited (collectively the "Moulin  
28

Defendants”), Defendant ECCA Holdings Corporation, and Plaintiff Anthony DiChiara (all of the preceding collectively, the “Parties”) enter into the following stipulation. The Defendants do not submit or consent to the personal jurisdiction of this Court or any other court by the filing of this Stipulation.

WHEREAS the United States Bankruptcy Court for the Northern District of California (the “Bankruptcy Court”) currently has under submission the Moulin Defendants’ Motion for Entry of Order (1) Granting Recognition of Hong Kong and Bermuda Proceedings as Foreign Proceedings Under 11 U.S.C. §1517; (2) Recognizing Hong Kong Proceedings as a Foreign Main Proceeding Under 11 U.S.C. §1517(b)(1), or, Alternatively, Recognizing Bermuda Proceeding as a Foreign Main Proceeding; (3) Confirming That Automatic Stay of 11 U.S.C. §362 Is Applicable Under 11 U.S.C. §1520(a); and (4) Staying California Lawsuit Under 11 U.S.C. §1521(a) to the Extent Not Stayed Under 11 U.S.C. §1520 (the “Motion”);

WHEREAS at a hearing held on February 24, 2006, the Bankruptcy Court, Honorable Thomas Carlson presiding, issued certain interim rulings with respect to the Motion and indicated that it intended to issue a written order memorializing its rulings (the “Bankruptcy Court Order”);

WHEREAS the Parties previously stipulated that responsive pleadings to Plaintiff’s Complaint shall be due March 10, 2006; and

WHEREAS the Bankruptcy Court encouraged the Parties, and the Parties have agreed, to seek a stipulation and order staying further proceedings in this Court until the Bankruptcy Court Order shall have been entered;

THEREFORE, IT IS HEREBY STIPULATED:

1. For purposes of this order, “Revivification Date” shall mean the first business day that is 30 days after the date on which the Bankruptcy Court Order shall have been entered, provided, however, that if the Bankruptcy Court Order provides for a date certain by which a percentage of the shares of ECCA Holdings Corporation (as the Court may order) shall, or may, be deposited into the registry of the Court to secure performance of any relief that might be awarded to DiChiara (the “Security Date”), then “Revivification Date” shall mean the first business day that is 25 days after the passage of the Security Date.

1           2.       Except as set forth in paragraph 3 below, the Parties agree to stay all proceedings  
2 and adjourn all deadlines in the above-captioned action, including discovery and Defendants'  
3 deadline for filing their responses to Plaintiffs' Complaint, until the Revivification Date.

4           3.       Plaintiff Anthony DiChiara may file a motion to remand by March 2, 2006, but  
5 shall not be required to file or serve supporting papers as required by Civil Local Rule 7,  
6 including Civil Local Rules 7-2, 7-4, and 7-5, until the Revivification Date. The hearing date for  
7 such motion shall be no earlier than 35 days after the Revivification Date.

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1 SO STIPULATED:

2 Dated: March 2, 2006

CEDRIC C. CHAO  
JAMES M. SCHURZ  
MORRISON & FOERSTER LLP

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4  
5 By: 

Cedric C. Chao

6  
7 Attorneys for Defendants  
8 RODERICK SUTTON, DESMOND  
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10 MOULIN GLOBAL EYECARE  
11 HOLDINGS LIMITED, AMPLE  
12 FAITH INVESTMENTS LIMITED,  
13 OFFER HIGH INVESTMENTS  
14 LIMITED

12 Dated: March \_\_\_\_\_, 2006

13 MARK W. LERNER  
14 MICHAEL C. HARWOOD  
15 ROBERT M. NOVICK  
16 NOELLE KOWALCZYK  
17 KASOWITZ, BENSON, TORRES &  
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21 DOUG COLT  
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20 By: \_\_\_\_\_

Robert M. Novick

21 Attorneys for Plaintiff  
22 ANTHONY P. DiCHIARA

1 SO STIPULATED:

2 Dated: March \_\_\_\_\_, 2006

CEDRIC C. CHAO  
JAMES M. SCHURZ  
MORRISON & FOERSTER LLP

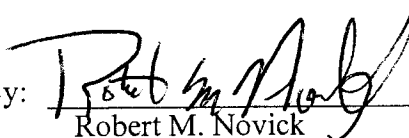
5 By: \_\_\_\_\_  
Cedric C. Chao

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MOULIN GLOBAL EYECARE  
9 HOLDINGS LIMITED, AMPLE  
FAITH INVESTMENTS LIMITED,  
10 OFFER HIGH INVESTMENTS  
LIMITED

12 Dated: March 2, 2006

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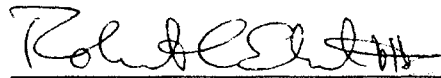
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Robert M. Novick

22 Attorneys for Plaintiff  
ANTHONY P. DiCHIARA

1 Dated: March 2, 2006

ROBERT L. EISENBACH, III  
JOHN C. DWYER  
COOLEY GODWARD LLP

3  
4 By:   
Robert L. Eisenbach

Attorneys for Defendant  
ECCA HOLDINGS CORPORATION

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9 PURSUANT TO STIPULATION, IT IS SO ORDERED:

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11 Dated: March 6, 2006

  
HONORABLE JEREMY FOGEL  
U.S. District Court Judge